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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

LEHMAN BROTHERS HOLDINGS INC. *et al.*,

Debtors.

Chapter 11

Case No. 08-13555 (SCC)
(Jointly Administered)

**DECLARATION OF RICHARD J.L. LOMUSCIO IN SUPPORT OF RESPONSE OF
ACTS RETIREMENT-LIFE COMMUNITIES, INC. TO PLAN ADMINISTRATOR'S
OBJECTION TO PROOF OF CLAIM NUMBER 16219**

I, Richard J.L. Lomuscio, do hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746, as follows.

1. I am an attorney at Drinker Biddle & Reath LLP, 1177 Avenue of the Americas, 41st Floor, New York, New York, 10036, counsel to ACTS Retirement-Life Communities, Inc. in the above-captioned case.

2. As a member in good standing in this Court and of the Bar of the State of New York, I respectfully submit this Declaration in Support of Response of ACTS Retirement-Life Communities, Inc. to Plan Administrator's Objection to Proof of Claim Number 16219.

3. Attached hereto as Exhibit A is a true and correct copy of the ISDA Master Agreement, Credit Support Annex, and Confirmation between ACTS Retirement-Life Communities, Inc. and Lehman Brothers Special Financing Inc., dated November 27, 2001.

4. Attached hereto as Exhibit B is a true and correct copy of a letter dated July 2, 2009 from Gerald T. Grant to Lehman Brothers Special Financing Inc.

5. Attached hereto as Exhibit C is a true and correct copy of a letter and attachment dated July 9, 2009 from Gerald T. Grant to Lehman Brothers Special Financing Inc.

6. Attached hereto as Exhibit D is a true and correct copy of proof of claim number 16217, dated September 18, 2009.

7. Attached hereto as Exhibit E is a true and correct copy of Claim Number 16218, dated September 18, 2009.

8. Attached hereto as Exhibit F is a true and correct copy of Claim Number 16219, dated September 18, 2009.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: January 11, 2017
New York, New York

/s/ Richard J.L. Lomuscio
Richard J.L. Lomuscio